

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

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IN RE: DEALER MANAGEMENT SYSTEMS  
ANTITRUST LITIGATION

MDL No. 2817  
Case No. 18 C 864

This Document Relates to All Cases

Hon. Robert M. Dow, Jr.  
Magistrate Judge Jeffrey T. Gilbert

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**DECLARATION OF MICHAEL N. NEMELKA IN SUPPORT OF MDL PLAINTIFFS’  
MOTION TO COMPEL DEFENDANT CDK GLOBAL, LLC TO RE-DESIGNATE  
DOCUMENTS FROM “HIGHLY CONFIDENTIAL” TO “CONFIDENTIAL”**

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I, Michael N. Nemelka, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a partner with the law firm of Kellogg, Hansen, Todd, Figel & Frederick, P.L.L.C. in Washington, D.C., which is co-lead counsel in the above captioned case. I respectfully submit this declaration in support of MDL Plaintiffs’ Motion to Compel Defendant CDK Global, LLC to Re-Designate Documents from “Highly Confidential” to “Confidential” (“Motion”).

2. The following facts are based on my personal knowledge or on information provided to me. If called upon as a witness, I could and would testify competently to them.

3. I have been and continue to be involved in the communications and meet and confers, pursuant to Local Rule 37.2, with Defendant CDK Global, LLC (“CDK”) regarding re-designation of the produced documents in the above-captioned case.

4. Consistent with their duties under Local Rule 37.2, the parties have met and conferred in an effort to resolve their disputes regarding re-designation of the produced documents. The disputes that remain are described in MDL Plaintiffs’ brief submitted in support of the Motion.

5. Listed below are relevant materials and/or information cited in MDL Plaintiffs’ brief submitted in support of their Motion.

6. Attached as **Exhibit A** is a true and correct copy of a letter from J. Hafenbrack to B. Miller requesting CDK to re-designate Highly Confidential documents (September 24, 2018).

7. Attached as **Exhibit B** is a true and correct copy of a letter from M. Provance in response to J. Hafenbrack letter requesting CDK to re-designate Highly Confidential documents (October 9, 2018).

8. Attached as **Exhibit C** is a true and correct copy of a letter from E. McKenna and J. Hafenbrack in response to M. Provance letter regarding request to re-designate Highly Confidential documents (October 11, 2018).

9. Attached as **Exhibit D** is a true and correct copy of a letter from M. Provance in response to J. Hafenbrack and E. McKenna letter regarding request to re-designate Highly Confidential documents (October 12, 2018).

10. Attached as **Exhibit E** is a true and correct copy of a letter from E. McKenna and J. Hafenbrack in response to M. Provance letter regarding request to re-designate Highly Confidential documents (October 13, 2018).

11. Attached as **Exhibit F** is a true and correct copy of a table of documents which Plaintiffs believe should be re-designated from Highly Confidential to Confidential.

12. Attached as **Exhibit 1** is a true and correct copy of the document Bates-stamped CDK-0222931 to CDK-0222932.

13. Attached as **Exhibit 2** is a true and correct copy of the document Bates-stamped CDK-0774207 to CDK-0774208.

14. Attached as **Exhibit 3** is a true and correct copy of the document Bates-stamped CDK-0903802 to CDK-0903804.

15. Attached as **Exhibit 4** is a true and correct copy of the document Bates-stamped CDK-0919318 to CDK-0919319.

16. Attached as **Exhibit 5** is a true and correct copy of the document Bates-stamped CDK-1796970 to CDK-1796972.

17. Attached as **Exhibit 6** is a true and correct copy of the document Bates-stamped CDK-1802135 to CDK-1802137.

18. Attached as **Exhibit 7** is a true and correct copy of the document Bates-stamped CDK-1860966 to CDK-1860967.

19. Attached as **Exhibit 8** is a true and correct copy of the document Bates-stamped CDK-1861079 to CDK-1861080.

20. Attached as **Exhibit 9** is a true and correct copy of the document Bates-stamped CDK-2053730 to CDK-2053731.

21. Attached as **Exhibit 10** is a true and correct copy of the document Bates-stamped CDK-2284462 to CDK-2284464.

22. Attached as **Exhibit 11** is a true and correct copy of the document Bates-stamped CDK-0000786 to CDK-0000905 (Defs. Ex. 24).

23. Attached as **Exhibit 12** is a true and correct copy of the document Bates-stamped CDK-0001039 to CDK-0001069 (Defs. Ex. 31).

24. Attached as **Exhibit 13** is a true and correct copy of the document Bates-stamped CDK-0053346 to CDK-0053347.

25. Attached as **Exhibit 14** is a true and correct copy of the document Bates-stamped CDK-0061059.

26. Attached as **Exhibit 15** is a true and correct copy of the document Bates-stamped CDK-0061228.

27. Attached as **Exhibit 16** is a true and correct copy of the document Bates-stamped CDK-0109347.

28. Attached as **Exhibit 17** is a true and correct copy of the document Bates-stamped CDK-0124034.

29. Attached as **Exhibit 18** is a true and correct copy of the document Bates-stamped CDK-0189652 to CDK-0189654.

30. Attached as **Exhibit 19** is a true and correct copy of the document Bates-stamped CDK-0189798.

31. Attached as **Exhibit 20** is a true and correct copy of the document Bates-stamped CDK-0223000 to CDK-0223003.

32. Attached as **Exhibit 21** is a true and correct copy of the document Bates-stamped CDK-0224081.

33. Attached as **Exhibit 22** is a true and correct copy of the document Bates-stamped CDK-0473275 to CDK-0473276.

34. Attached as **Exhibit 23** is a true and correct copy of the document Bates-stamped CDK-0473277.

35. Attached as **Exhibit 24** is a true and correct copy of the document Bates-stamped CDK-0686257 to CDK-0686259.

36. Attached as **Exhibit 25** is a true and correct copy of the document Bates-stamped CDK-0802599 to CDK-0802600.

37. Attached as **Exhibit 26** is a true and correct copy of the document Bates-stamped CDK-0817721 to CDK-0817722.

38. Attached as **Exhibit 27** is a true and correct copy of the document Bates-stamped CDK-0843493 to CDK-0843499.

39. Attached as **Exhibit 28** is a true and correct copy of the document Bates-stamped CDK-0863519.

40. Attached as **Exhibit 29** is a true and correct copy of the document Bates-stamped CDK-1221834 to CDK-1221835.

41. Attached as **Exhibit 30** is a true and correct copy of the document Bates-stamped CDK-1421310.

42. Attached as **Exhibit 31** is a true and correct copy of the document Bates-stamped CDK-1714946 to CDK-1714950.

43. Attached as **Exhibit 32** is a true and correct copy of the document Bates-stamped CDK-1716917 to CDK-1716921.

44. Attached as **Exhibit 33** is a true and correct copy of the document Bates-stamped CDK-2182930 to CDK-2182931.

45. Attached as **Exhibit 34** is a true and correct copy of the document Bates-stamped CDK-2219474 to CDK-2219477.

46. Attached as **Exhibit 35** is a true and correct copy of the document Bates-stamped CDK-2239477 to CDK-2239478.

47. Attached as **Exhibit 36** is a true and correct copy of the document Bates-stamped CDK-2426621 to CDK-2426622.

48. Attached as **Exhibit 37** is a true and correct copy of the document Bates-stamped CDK-0019201.

49. Attached as **Exhibit 38** is a true and correct copy of the document Bates-stamped CDK-0019518 to CDK-0019519.

50. Attached as **Exhibit 39** is a true and correct copy of the document Bates-stamped CDK-0021983 to CDK-0021986.

51. Attached as **Exhibit 40** is a true and correct copy of the document Bates-stamped CDK-0053764 to CDK-0053765.

52. Attached as **Exhibit 41** is a true and correct copy of the document Bates-stamped CDK-0215041 to CDK-0215045.

53. Attached as **Exhibit 42** is a true and correct copy of the document Bates-stamped CDK-0235305.

54. Attached as **Exhibit 43** is a true and correct copy of the document Bates-stamped CDK-0236597 to CDK-0236598.

55. Attached as **Exhibit 44** is a true and correct copy of the document Bates-stamped CDK-0913658 to CDK-0913662.

56. Attached as **Exhibit 45** is a true and correct copy of the document Bates-stamped CDK-0987733 to CDK-0987736.

57. Attached as **Exhibit 46** is a true and correct copy of the document Bates-stamped CDK-1393076 to CDK-1393080.

58. Attached as **Exhibit 47** is a true and correct copy of the document Bates-stamped CDK-0039309.

59. Attached as **Exhibit 48** is a true and correct copy of the document Bates-stamped CDK-0066958 to CDK-0066960.

60. Attached as **Exhibit 49** is a true and correct copy of the document Bates-stamped CDK-0105062.

61. Attached as **Exhibit 50** is a true and correct copy of the document Bates-stamped CDK-0230616 to CDK-0230617.

62. Attached as **Exhibit 51** is a true and correct copy of the document Bates-stamped CDK-0325566 to CDK-0325567.

63. Attached as **Exhibit 52** is a true and correct copy of the document Bates-stamped CDK-0458493.

64. Attached as **Exhibit 53** is a true and correct copy of the document Bates-stamped CDK-0569059 to CDK-0569061.

65. Attached as **Exhibit 54** is a true and correct copy of the document Bates-stamped CDK-0693118 to CDK-0693120.

66. Attached as **Exhibit 55** is a true and correct copy of the document Bates-stamped CDK-0797233 to CDK-0797236.

67. Attached as **Exhibit 56** is a true and correct copy of the document Bates-stamped CDK-1138147 to CDK-1138148.

68. Attached as **Exhibit 57** is a true and correct copy of the document Bates-stamped CDK-0032559 to CDK-0032563.

69. Attached as **Exhibit 58** is a true and correct copy of the document Bates-stamped CDK-0040165 to CDK-0040166.

70. Attached as **Exhibit 59** is a true and correct copy of the document Bates-stamped CDK-0177588 to CDK-0177589.

71. Attached as **Exhibit 60** is a true and correct copy of the document Bates-stamped CDK-0584712 to CDK-0584714.

72. Attached as **Exhibit 61** is a true and correct copy of the document Bates-stamped CDK-0016195 to CDK-0016196.

73. Attached as **Exhibit 62** is a true and correct copy of the document Bates-stamped CDK-0049380 to CDK-0049381.

74. Attached as **Exhibit 63** is a true and correct copy of the document Bates-stamped CDK-0049413 to CDK-0049415.

75. Attached as **Exhibit 64** is a true and correct copy of the document Bates-stamped CDK-0177998 to CDK-0177999.

76. Attached as **Exhibit 65** is a true and correct copy of the document Bates-stamped CDK-0235764.

77. Attached as **Exhibit 66** is a true and correct copy of the document Bates-stamped CDK-2397246.

78. Attached as **Exhibit 67** is a true and correct copy of the document Bates-stamped CDK-0018738 to CDK-0018739.

79. Attached as **Exhibit 68** is a true and correct copy of the document Bates-stamped CDK-0022018.

80. Attached as **Exhibit 69** is a true and correct copy of the document Bates-stamped CDK-0048430.

81. Attached as **Exhibit 70** is a true and correct copy of the document Bates-stamped CDK-0222945 to CDK-0222946.

82. Attached as **Exhibit 71** is a true and correct copy of the document Bates-stamped CDK-0602338.

83. Attached as **Exhibit 72** is a true and correct copy of the document Bates-stamped CDK-0688619.

84. Attached as **Exhibit 73** is a true and correct copy of the document Bates-stamped CDK-0728579.

85. Attached as **Exhibit 74** is a true and correct copy of the document Bates-stamped CDK-0855506.

86. Attached as **Exhibit 75** is a true and correct copy of the document Bates-stamped CDK-0977351 to CDK-0977352.

87. Attached as **Exhibit 76** is a true and correct copy of the document Bates-stamped CDK-1424529.

88. Attached as **Exhibit 77** is a true and correct copy of the document Bates-stamped CDK-1802134.

89. Attached as **Exhibit 78** is a true and correct copy of the document Bates-stamped CDK-1974207.

90. Attached as **Exhibit 79** is a true and correct copy of the document Bates-stamped CDK-2182963.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: October 15, 2018

/s/ Michael N. Nemelka  
Michael N. Nemelka